

# **EXHIBIT 9**

**MEMORANDUM**

TO: Lisa Goldberg, Barry Bartolett, Ereka Blomgren, Nicole Loudenslager, Raheedah Braxton, Ruthann Neri, Stephen Acampora, Timothy Seabrook, Walter Beard, Jennifer Mullee, Jessica Hill, Laurie Carnes, Jennifer Tihansky, Carole Ann Muller, Richard Privorotsky, Liam McCamley, Nicole Mullee, David Clayton

FROM: Tom Connerty

DATE: March 18, 2005

RE: New Commission Program (Make MORE Money)

Hi Everyone,

How would you like to earn **more** money? If you said "yes" to that question then I have some very good news for you!

Starting Monday, March 21, 2005 we are going to change your compensation so that you will earn more money on every NutriSystem program you sell. And not just a few more dollars ... but **up to eight times** what you currently make per sale!

Sound too good to be true? Well then let me explain.

Under the current commission program you make \$10.00 an hour plus \$5.00 for every 28 day program sale you make. In this system, we reward you more for attendance than we do for making a sale. And to me, that isn't fair.

Under the new structure you will be paid a flat fee for every program sale you make. It's simple really. You make a sale, you make money.

Now we know that some shifts generate more opportunities than others so we adjusted the amount we pay per sale by the time of day you work.

Specifically here's what you can expect to earn by shift:

**Day Shift:** **\$18 per sale**

**Weekend and Evening Shift:** **\$25 per sale**

As you can see this rate is substantially higher than the \$5 commission you are currently getting per sale. Also, please note that we will apply these commissions on sales taken from an **inbound phone call or from a call back**.

If you make a sale from an **outbound telemarketing** campaign -- such as PNOs or ex customers you will earn an **EVEN HIGHER COMMISSION!**

Here's what we'll pay you for an outbound sale:

**Outbound Order: \$40 per sale**

So if you work the evening shift and make 5 inbound sales and 2 outbound sales for your shift you'll earn \$205 for the day. Under the old scenario you'd earn only \$105 for the shift (\$80 in hourly wage and \$35 in commissions).

Now it is important to note that you will still receive a base guarantee of \$10 per hour. However that hourly wage will be a *draw* against your commissions meaning that we won't pay it in addition to what you earn per sale.

Here's an example of how that works.

Let's say you work 40 hours a week during the day shift. With our \$10 an hour guarantee you will not earn *less* than \$400 for that pay period.

Let's say you only make 20 inbound sales. That's \$360 in commissions. However your paycheck will still reflect the \$10 an hour guarantee. So your paycheck for the week will be \$400.

But if you make 30 inbound sales and 3 outbound sales during that time period you'll earn \$660 for the week (\$540 in inbound commissions and \$120 in outbound commissions).

So you can see there's a **lot more upside to your earning potential** in this new structure and no downside.

So what's the catch you ask?

Well, frankly there isn't any. The more you sell the more money everyone makes. I want to make sure you have the right incentive to make more sales. Period.

This new compensation program is effective today, March 21. If you have any questions regarding this program please call Robert at extension 5395 or me at extension 5308.

This is a great opportunity to **significantly improve your earnings**.

I hope you take advantage of it and sell like crazy!